

# EXHIBIT 39



## DISCIPLINARY MATRIX GUIDELINES

### Security Professionals/Service Employees

1. This Disciplinary Matrix is for use by Managers, Human Resources, and Legal as a GUIDELINE for determining appropriate disciplinary action when a work rule is violated or to address unacceptable behavior and/or poor performance.
2. Disciplinary action will be taken when Company policies, procedures and/or work rules are violated. It is the policy of the Company to handle all Employee performance deficiencies and misconduct in a consistent, timely and equitable manner, free from emotional overtones or personality differences.
3. Generally, this policy is to be enforced by use of progressive discipline. There are four levels of action that may be used in the progressive discipline process, as follows:  

\* Verbal Warning   \* First Written Warning   \* Final Written Warning and/or Suspension   \* Termination
4. These steps will generally be used in a progressive manner consistent with the severity of the policy violation(s) or performance problem(s), and/or considering the amount of time that has passed since any previous disciplinary action taken for related or unrelated policy violations or performance problems.
5. The recommendations outlined below are intended as a **guideline only** - not all steps are required for every situation, steps may be repeated or skipped (in whole or in part), and the approach may vary depending on the severity/frequency, specific circumstances, and the totality of the individual situation, at the Company's sole discretion.
6. No Employee may rely on these guidelines as "promises" or "agreements" by the Company or any supervisor to impose the discipline contained in the guidelines in any situation or prior to termination. Allied Universal reserves the right to terminate Employees "at will", with or without cause, at any time, for any reason.
7. Employees assigned to Union accounts may be subject to specific guidelines, timing and/or notification requirements, so the applicable CBA and past practices should be consulted prior to taking disciplinary action for union employees.
8. The list of violations is not inclusive - other situations, behaviors or performance may result in disciplinary action outside of what is outlined herein.

#	Policy Violation (Refer to Employee Handbook "Work Rules & Standards of Conduct" Section)	1st Offense	2nd Offense	3rd Offense	4th Offense
1	Insubordination or refusal to follow the lawful instructions of a Supervisor.	Termination (Unless good cause can be proven then final warning*).	*Second offense – generally results in termination		
2	Leaving your worksite without permission from your Supervisor or otherwise neglecting your job duties.	Termination (Unless good cause can be proven then final warning*).	*Second offense – generally results in termination		
3	Refusal to accept assigned overtime when necessary, such as remaining on post until your relief arrives (refusing to accept additional shifts beyond your regular work schedule with evidence substantiating a valid reason for such refusal will generally not result in disciplinary action).	Termination (Unless good cause can be proven then final warning*).	*Second offense – generally results in termination		
4	Participating in an unsafe work practice, disregarding any established safety rule, violating the Company's safety program, or not reporting an on-the-job injury or illness immediately to the Employee's Manager or Supervisor.	Termination (Unless good cause can be proven then final warning*).	*Second offense – generally results in termination		
5	Entering unauthorized Customer or tenant/homeowner areas without permission from your Supervisor or the Customer.	Termination (Unless good cause can be proven then final warning*).	*Second offense – generally results in termination		

#	Policy Violation (Refer to Employee Handbook "Work Rules & Standards of Conduct" Section)	1st Offense	2nd Offense	3rd Offense	4th Offense
6	Sleeping or dozing while on duty (or other similar behaviors resulting in inattentiveness to duty) except during authorized meal or rest periods when away from the visible work area.	Termination (Unless good cause can be proven then final warning*).	Second offense – generally results in termination*		
7	Unauthorized use of Company/Customer property or equipment (i.e. telephone, computers) or Company/Customer vehicles.	Termination (Unless good cause can be proven then final warning*).	Second offense – generally results in termination*		
8	Allowing unauthorized persons or animals on Company or Customer premises, or in Company/Customer vehicles.	Termination (Unless good cause can be proven then final warning*).	Second offense – generally results in termination*		
9	Failing to inform your Manager that you have been arrested while employed by the Company or of an activity that has caused a warrant for your arrest, within 48 hours of the arrest/warrant.	Termination (Unless good cause can be proven then final warning*).	Second offense – generally results in termination*		
10	Violation of the gifts and gratuities policy described in the Allied Universal Code of Ethics and Business Conduct and the Allied Universal Global Anti-Corruption Policy.	Termination (Unless good cause can be proven then final warning*).	Second offense – generally results in termination*		
11	Any act of inappropriate or unprofessional conduct, including behavior that is in violation of the Company's Zero-Tolerance discrimination, harassment, bullying or retaliation policies.	Suspension pending termination*			
12	Theft, unauthorized use, or purposeful damage to Company, Customer, or third party property.	Suspension pending termination*			
13	Violation of any statute, regulation or rule established by either Company policy or by local, state or federal governmental authority or action that is extreme in nature and is detrimental to Allied Universal's efforts to operate profitably or provide unmatched Customer service.	Suspension pending termination*			
14	Abuse of a Customer, Employee, visitor, or other third party (physical, verbal, or otherwise), including fighting, provoking a fight or other disorderly, careless or reckless conduct on or near Company/Customer property or in Company uniform at any time. This includes inappropriate use of force in violation of the Use of Force policy.	Suspension pending termination*			
15	Inappropriate, abusive, offensive or aggressive language to Customers, fellow Employees, or the general public.	Suspension pending termination*			
16	Possession, consumption, distribution or sale of narcotics, illicit drugs or controlled substances at any time or possession or consumption of alcohol while on duty or in the workplace or any violation of the Drug and Alcohol Policy. This includes prescription medication without a valid prescription.	Suspension pending termination*			
17	Reporting to work or driving a vehicle for Company purposes while under the influence of alcohol or illegal drugs, including prescription medication without a valid prescription.	Suspension pending termination*			
18	Violation of policy which results in the loss of funds, or injury or death of an Employee, Customer or other person.	Suspension pending termination*			

#	Policy Violation (Refer to Employee Handbook "Work Rules & Standards of Conduct" Section)	1st Offense	2nd Offense	3rd Offense	4th Offense
19	Obtaining employment based on false or misleading information, or falsifying information or making material omissions in any documents or records, regardless of when such false or missing information is identified..	Suspension pending termination*			
20	Manipulation of funds or inventory (e.g., deposit theft; petty cash).	Suspension pending termination*			
21	Dishonesty, fraud, or false statements of any kind including falsification of time sheets, injury or illness reports, incident reports, or other Company records or files, including careless or improper recording of information, and/or failure to report errors, mistakes or damage.	Suspension pending termination*			
22	Driving a Company or Customer provided car (or other vehicle, including golf carts, bicycles, T3's, etc.), or a personal car while on Company business, in a careless or reckless manner, or without authorization.	Suspension pending termination*			
23	Unauthorized possession of weapons, firearms or other hazardous or dangerous devices on Company property, or while on Company business. This includes violation of the weapons policy or safety standards or practices in the handling, possession or storage of a weapon.	Suspension pending termination*			
24	Disclosure or making available to unauthorized persons any confidential or proprietary information belonging to the Company or a Customer.	Suspension pending termination*			
25	Violating any law, rule or regulation or having been convicted of a criminal offense which the Company determines renders you unsuitable for continued employment based on the findings of an individualized assessment consistent with local, state and federal law.	Suspension pending termination*			
26	Failing to provide information regarding work-related criminal activity and/or failing to cooperate in an investigation.	Suspension pending termination*			
27	Falsifying or destroying any timekeeping record, signing another Employee's time sheet or allowing another Employee to sign your time sheet, or forging a Manager's or Supervisor's signature on your or anyone else's time sheet.	Suspension pending termination*			
28	Filing a false claim for a work-related injury.	Suspension pending termination*			
29	Gambling on Company time or Company or Customer premises.	Suspension pending termination*			
30	Sexual conduct of any type in the workplace or while on Company time or in any Company/Customer vehicle or premises.	Suspension pending termination*			
31	Dating or engaging in a romantic or sexual relationship with a Customer, Customer Employee or subordinate without disclosing it to a Supervisor.	Final Written Warning	Suspension pending termination*		
32	Failure to follow call-in/clock-in or timekeeping procedures, failure to properly document actual time worked in accordance with Company requirements, and/or working "off the clock".	First Written Warning*	Final Written Warning*	Termination*	
33	Failure to abide by set standards for lunch and break periods, working unauthorized overtime, or working shifts which you are not scheduled to work without appropriate advanced authorization.	First Written Warning*	Final Written Warning*	Termination*	
34	Engaging in horseplay, playing "pranks", or any other action that endangers other people or Company property or that disrupts work.	First Written Warning*	Final Written Warning*	Suspension pending termination*	

#	Policy Violation (Refer to Employee Handbook "Work Rules & Standards of Conduct" Section)	1st Offense	2nd Offense	3rd Offense	4th Offense
35	Smoking (including vaping and use of any tobacco product) in unauthorized or restricted areas at any time, or in any location while on duty.	First Written Warning*	Final Written Warning*	Suspension pending termination*	
36	Failing to meet Company appearance standards, being out of uniform while on duty, or wearing a Company uniform for unauthorized purposes while off duty.	First Written Warning*	Final Written Warning*	Suspension pending termination*	
37	Use of personal cell phone or other electronic devices while on duty or in work areas (except in the case of an emergency) or possessing radios, televisions or reading materials at assigned post without proper authorization.	First Written Warning*	Final Written Warning*	Suspension pending termination*	
38	Violation of any worksite post orders, violating any security rules or procedures or any other violations of rules and policies of the Company.	First Written Warning*	Final Written Warning*	Suspension pending termination*	
39	Attendance Related Issues: • Absence of three (3) or more consecutive scheduled days without authorization or proper notification; • Unsatisfactory attendance or excessive unexcused absenteeism or tardiness; • Absence from work without permission, notification or adequate explanation; • Failure to follow call-off procedures (unexcused failure to report or call off without giving appropriate notice), repeated absences or tardiness that are not excused pursuant to the Company's attendance policy and/or applicable law.	See Attendance Policy	See Attendance Policy	See Attendance Policy	See Attendance Policy
40	Failure to perform job duties satisfactorily or demonstrating a bad attitude (i.e., lack of cooperation, poor Customer service).	Verbal Warning*	First Written Warning*	Final Written Warning*	Termination*
41	Negligence or carelessness with Company/Customer property, including failing to immediately report a malfunction of equipment, machinery, or a safety hazard to a Manager or Supervisor.	Verbal Warning*	First Written Warning*	Final Written Warning*	Termination*

\* The specific circumstances of the incident(s) will determine whether a suspension with final written warning is appropriate OR if immediate termination without warning or suspension is warranted. Suspension may be used while such investigation/determination is being evaluated. Suspensions without pay of **greater than one day** require review with Regional HR Manager or Regional HR Director in advance, and suspension of any exempt employee requires review with Corporate Human Resources before executing..